

PILLSBURY WINTHROP SHAW PITTMAN, LLP

1540 Broadway

New York, New York 10036

(212) 858-1000

Attorneys for Defendant

Indiana Michigan Power Company i/s/h/a American Electrical Power

UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY
CAMDEN VICINAGE

NETWORK SYSTEMS ENGINEERING)
CORPORATION)

Plaintiff,)

v.)

AMERICAN ELECTRIC POWER)

Defendant.)

Case No.: _____

DEFENDANT'S NOTICE OF REMOVAL ACTION UNDER 28 U.S.C. § 1441(b)
(DIVERSITY)

COMES NOW, the Defendant, Indiana Michigan Power Company ("I&M") i/s/h/a American Electric Power, by counsel, pursuant to 28 U.S.C. § 1441(b) files this notice of removal to U.S. District Court for the District of New Jersey the state court action described below.

1. On June 14, 2012, an action was commenced in the Superior Court of the State of New Jersey in and for the County of Burlington, entitled Network Systems Engineering Corporation Plaintiff, vs. American Electric Power, Defendant, as Case Number .BUR-L-1767-12. A copy of the complaint is attached hereto as Exhibit "A".
2. The first date upon which defendant(s) received a copy of the said complaint was June 22, 2012, when I&M was served with a copy of the said complaint and a summons from the said

state court. A copy of the summons is attached hereto as Exhibit "B".

3. This action is a civil action of which this Court has original jurisdiction under 28 U.S.C.

§ 1332, and is one which may be removed to this Court by defendant pursuant to the provisions of 28 U.S.C. §1441(b) in that it is a civil action between citizens of different states and the matter in controversy exceeds the sum of \$75,000, exclusive of interest and costs because the amount of invoices in dispute total \$81,619.13.

4. Complete diversity of citizenship exists in that: Plaintiff Network Systems Engineering

Corporation was and is, upon information and belief, a corporation incorporated under the laws of the State of Delaware and having its principal place of business in the State of New Jersey; and I&M was and is a corporation incorporated under the laws of the State of Indiana and having its principal place of business in the State of Indiana and is the only defendant that has accepted service of the summons and complaint in this action. American Electric Power is the parent of I&M and was and is a corporation incorporated under the laws of the State of New York and having its principal place of business in the State of Ohio.

WHEREFORE, Defendant Indiana Michigan Power Company prays that this action be removed to this Court for all purposes, that this Court accept jurisdiction of this action, and henceforth, that this action be placed on the docket of this Court for further proceedings, the same as though this action had originally been instituted in this Court.

July 19, 2012

Respectfully Submitted,

By 

John Fedun, Esq.

Pillsbury Winthrop Shaw Pittman, LLP

1540 Broadway

New York, New York 10036

(212) 858-1000

Attorneys for Indiana Michigan Power Company

EXHIBIT A

BLANK ROME LLP
A Pennsylvania LLP
Seth J. Lapidow, Esq.
Michael A. Rowe, Esq.
New Jersey Resident Partners
301 Carnegie Center, 3rd Floor
Princeton, NJ 08540, (609) 750-2659
Attorneys for plaintiff

DEPUTY CLERK
SUPERIOR COURT
BURLINGTON COUNTY

2012 JUN 14 PM 3:14

RECEIVED + *Filed*

NETWORK SYSTEMS ENGINEERING
CORPORATION,

Plaintiff,

v.

AMERICAN ELECTRIC POWER,

Defendants.

SUPERIOR COURT OF NEW JERSEY
BURLINGTON COUNTY
LAW DIVISION

DOCKET NO: *BUR-L-1767-12*

COMPLAINT

Plaintiff Network Systems Engineering Corporation ("Network Systems"), by its attorneys Blank Rome LLP, for its complaint against defendant American Electric Power ("AEP"), hereby alleges as follows:

SUMMARY OF CLAIM

1. Network Systems and AEP entered into an agreement relating to replacement of the then-existing Plant Security Computer System at the D.C. Cook Nuclear Station (the "Plant"). Under this agreement, AEP requested that Network Systems provide certain services, including, but not limited to delivering Mod Packet EC 49931. Network Systems provided these services and billed AEP. AEP paid for some of these services, but refused, without justification, to pay for others. Network Systems brings this action against AEP so that this Court can direct AEP to honor its payment obligations and to pay Network Systems damages that it has suffered as a result of AEP's improper behavior.

PARTIES

2. Plaintiff Network Systems Engineering Corporation ("Network Systems") is a corporation having its principal place of business at 700 East Gate Drive, Mount Laurel, New Jersey 08054

3. Defendant American Electric Power ("AEP") is an Indiana corporation with offices at 500 Circle Drive, Buchanan, MI 49107.

4. Venue is proper because the causes of action arose in Burlington County, and Network Systems does business in Burlington County.

FACTUAL ALLEGATIONS

5. In August 2008, Network Systems and AEP entered into a written agreement.

6. Under the written agreement, Network Systems agreed to provide certain services, including engineering support, necessary to AEP to replace the then-existing Plant Security Computer System at the D.C. Cook Nuclear Station (the "Plant").

7. These services included, but were not limited to, replacement of the: (i) system servers and associated system software; (ii) systems terminals/workstations, including CAS, SAS, and enrollment workstations; (iii) remote field multiplexers, door controllers, and associated door/turnstile hardware; (iv) card readers and HGU's; (v) associated Guard Tower monitoring equipment; (vi) Development system and associated workstations; (vii) CCTV and Video Capture system; (viii) new Backup Computer Room; (ix) CAS and SAS Consoles; (x) Fiber Optic Network; and (xi) Training/Simulator system and associated workstations.

8. AEP agreed that all work would be billed on a time and material basis and to pay for all travel, living, telephone, mailing, and reproduction expenses associated with the project.

9. AEP also agreed to provide Network Systems with any and all tools necessary to provide these services to AEP, including AEP's computing facilities, including hardware, software, databases, documents, including operational manuals, related to the design and operation of the then-existing Plant Security Computer System, and any other documents necessary to analyze and replace the then-existing Plant Security Computer System.

10. Network Systems agreed to and did invoice AEP for services it provided on a monthly basis based upon a budgeted amount, which amount was increased on several occasions through the parties' course of dealings.

11. In late 2008, representatives of Network Systems traveled to the Plant to provide these services to AEP. Once there and continuing throughout the time it was providing services at the Plant, Network Systems discovered that AEP either did not have documentation relating to various components of then-existing Plant Security Computer System or, worse, provided the incorrect documentation for these components, including documentation relating to the completion of Mod Packets EC49929, EC49930 and EC49931, making it extremely difficult for Network Systems to design and install the replacement system and increasing the time and cost associated with the design and installation of the replacement system.

12. After Network Systems identified issues with the design and development of the replacement system, which required additional work and funding, representatives of AEP, insisting that Network Systems maintain a tight schedule, continually instructed Network Systems to complete the work and then provide revised proposals and explained that they would ensure that any and all invoices for this work would be paid.

13. Consistent with this practice, Network Systems submitted invoices for services it provided from August 2008 through October 2010, all of which were paid by AEP.

14. In late 2010, Network Systems was providing services relating to Mod Packet EC49931, which included design and installation of various types of field equipment, including, security cameras, door controllers, and other equipment, and all of the engineering and related wiring associated with this equipment.

15. After speaking with representatives, and in accordance with the parties' past business dealings, Network Systems provided these services, which were accepted by AEP.

16. Thereafter, Network Systems sent two invoices which, as they had in the past, listed the services provided on a time and material basis. (Copies of the invoices are attached hereto as Exhibits A and B).

17. But AEP, despite requesting, accepting, and benefitting from these services, refused to pay these invoices.

COUNT ONE

(Breach of Contract)

18. Network Systems hereby incorporates by reference, as if fully set forth again, each allegation of paragraphs 1 through 17 and makes them a part hereto as though set forth more particularly herein.

19. AEP requested that Network Systems provide certain services, including delivering Mod Packet EC 49931.

20. Network Systems provided these services.

21. These services were necessary to the replacement of the then-existing Plant Security Computer System and were utilized by AEP to complete the installation of the new Security Computer System.

22. Network Systems billed AEP for these services.

23. AEP refused to pay for these services.

24. As a result of AEP's aforementioned conduct, AEP has materially breached the agreement between the parties by unlawfully failing to pay the amounts due to Network Systems under the agreement.

25. As a direct and proximate result of AEP's unlawful and wrongful breach, Network Systems has suffered damages.

COUNT TWO

(Breach of Agreement: Good Faith and Fair Dealing)

26. Network Systems hereby incorporates by reference, as if fully set forth again, each allegation of paragraphs 1 through 25 and makes them a part hereto as though set forth more particularly herein.

27. AEP requested that Network Systems provide certain services, including delivering Mod Packet EC 49931.

28. Network Systems provided these services.

29. These services were necessary to the replacement of the then-existing Plant Security Computer System and were utilized by AEP to complete the installation of the new Security Computer System.

30. Network Systems billed AEP for these services.

31. AEP refused to pay for these services.

32. AEP is obligated to act in good faith with respect to its relationship with Network Systems.

33. As a result of AEP's aforementioned conduct, AEP has breached the covenant of good faith and fair dealing owed to Network Solutions.

34. As a direct and proximate result of AEP's unlawful and wrongful breach of the covenant of good faith and fair dealing, Network Systems has suffered damages.

COUNT THREE

(Unjust Enrichment)

35. Network Systems hereby incorporates by reference, as if fully set forth again, each allegation of paragraphs 1 through 34 and makes them a part hereto as though set forth more particularly herein.

36. AEP requested that Network Systems provide certain services, including delivering Mod Packet EC 49931.

37. Network Systems provided these services.

38. These services were necessary to the replacement of the then-existing Plant Security Computer System and were utilized by AEP to complete the installation of the new Security Computer System.

39. Network Systems billed AEP for these services.

40. AEP refused to pay for these services.

41. It would be unfair to permit AEP to benefit from Network Systems' services without compensating Network Systems.

42. As a direct and proximate result of AEP's failing to pay Network Systems, Network Systems has suffered damages.

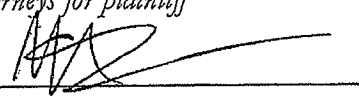
WHEREFORE, plaintiff Network Systems Engineering Corporation respectfully requests that the Court enter an order as follows:

- (a) Count One: directing defendant American Electric Power to pay plaintiff Network Systems Engineering Corporation damages caused by defendant American Electric Power's breach of contract; and
- (b) Count Two: directing defendant American Electric Power to pay plaintiff Network Systems Engineering Corporation damages caused by defendant American Electric Power's breach of the covenant of good faith and fair dealing; and
- (c) Count Three: directing defendant American Electric Power to pay plaintiff Network Systems Engineering Corporation damages because defendant American Electric Power was unjustly enriched;
- (d) Award plaintiff Network Systems Engineering Corporation interest, costs, and reasonable attorneys' fees; and
- (e) For such other and further relief as the Court deems equitable and just and proper.

Dated: June 14, 2012

Respectfully submitted,
BLANK ROME LLP
301 Carnegie Center,
Princeton, New Jersey 08540
(609) 750-2644

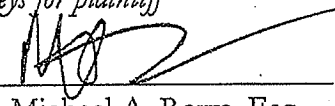
Attorneys for plaintiff

By: 
Michael A. Rowe, Esq.

DESIGNATION OF TRIAL COUNSEL

Pursuant to R. 4:25-4, Michael A. Rowe, Esq. is hereby designated as trial counsel for plaintiff.

Respectfully submitted,
BLANK ROME LLP
301 Carnegie Center,
Princeton, New Jersey 08540
(609) 750-2644
Attorneys for plaintiff

By: 
Michael A. Rowe, Esq.

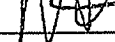
Dated: June 14, 2012

RULE 4:5-1 CERTIFICATION

Plaintiff, by and through its attorneys, hereby certifies to the best of its knowledge that the matter in controversy is not the subject of any other action pending in any court and is likewise not the subject of any pending arbitration proceeding. At the present time, no other parties that should be joined in this action are known and no other action or arbitration proceeding is contemplated.

I further certify that, pursuant to Rule 4:5-1(c), confidential personal identifiers have been redacted from documents now submitted to the court, and will be redacted from all documents submitted in the future in accordance with Rule 1:38-7(b).

Respectfully submitted,
BLANK ROME LLP
301 Carnegie Center,
Princeton, New Jersey 08540
(609) 750-2644
Attorneys for plaintiff

By: 
Michael A. Rowe, Esq.

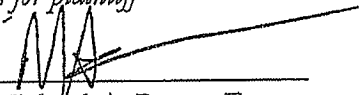
Dated: June 14, 2012

JURY DEMAND

Plaintiff hereby demands a trial by jury of all causes of action so triable.

Respectfully submitted,
BLANK ROME LLP
301 Carnegie Center,
Princeton, New Jersey 08540
(609) 750-2644

Attorneys for plaintiff

By: 
Michael A. Rowe, Esq.

Dated: June 14, 2012

NETWORK

Engineering Corporation

SYSTEMS

December 24, 2010

Indiana Michigan Power Company
 Donald C. Cook Nuclear Plant
 P.O. Box 24400
 Canton, OH 44702-4402

Subject: Invoice No. AEP-DC01-10-12.
 Project No. AEP-DC01

REF: D.C. Cook Replacement Security Computer System Project
 AEP P.O. # 1529627

To whom it may concern:

Per the terms and conditions of the referenced order, this invoice is to bill for engineering services described in the attached from November 25, 2010 through December 31, 2010. The rates and classifications conform to Network Systems' Standard Fee Schedule effective January 1, 2009.

NAME	CATEGORY	HOURS	RATE	COST
Luis E. Flores	Project Director (S1)	44.0	\$160.00	\$7,040.00
Jeffrey B. Morgan	Principal Engr. (E1)	113.0	\$140.00	\$15,820.00
Paul R. Cole	Principal Engr. (E1)	0.0	\$140.00	\$0.00
James W. Shank	Principal Engr. (E1)	0.0	\$140.00	\$0.00
Michael Ragusa	Sr. Consult. Engr. (E2)	0.0	\$130.00	\$0.00
Epifanio O. Laraya	Consult. Engr. (E3)	108.0	\$120.00	\$12,960.00
Wally Kowalec	Engineer (E5)	113.3	\$90.00	\$10,192.50
	Subtotal-Labor	378.3		\$46,012.50
NSEC Drawings				0.00
Mailing/Printing/Supplies				85.34
Travel & Living				2,511.46
	Total Current Period			\$48,609.30

I certify that these charges are true and have not been previously billed.

Sincerely,



NETWORK SYSTEMS ENGINEERING CORPORATION

NETWORK SYSTEMS Engineering Corporation

700 EAST GATE DRIVE, SUITE 103 • MOUNT LAUREL, NEW JERSEY 08054 • (856) 234-0064 FAX (856) 234-7990

PROJECT DETAIL REPORT

From Date: 11/25/2010

To Date: 12/31/2010

PROJECT NUMBER: AEP-DC01

Project	Date	Hours	Name	Comments
AEP-DC01.00 AEP CNP: SCS Project Mgmt & Admin				
	12/7/2010	2.00	Flores, Luis E	Project meeting
	12/8/2010	2.00	Flores, Luis E	Project meeting
Total for 'Project' = AEP-DC01.00		4.00		
AEP-DC01.01 AEP CNP: SCS Site Qualifications / Training				
	12/9/2010	2.00	Flores, Luis E	Training
Total for 'Project' = AEP-DC01.01		2.00		
AEP-DC01.03 AEP CNP: SCS Eng./Transition-Strategy & Base Pkgs				
	12/7/2010	2.00	Flores, Luis E	Final Transition Plan revision
	12/8/2010	2.00	Flores, Luis E	Final Transition Plan revision
	12/9/2010	2.00	Flores, Luis E	Final Transition Plan revision
Total for 'Project' = AEP-DC01.03		6.00		
AEP-DC01.05 AEP CNP: SCS Project Support (Plan, Budget, Sched)				
	11/30/2010	2.00	Morgan, Jeffrey B	Weekly project status meeting.
	12/1/2010	2.00	Morgan, Jeffrey B	Weekly Project Vendor Status meeting
	12/7/2010	3.00	Morgan, Jeffrey B	Weekly Project Status meeting
	12/8/2010	1.00	Morgan, Jeffrey B	Weekly Project Vendor Status meeting
	12/14/2010	2.00	Morgan, Jeffrey B	Weekly Project Status meeting
	12/15/2010	1.00	Morgan, Jeffrey B	Weekly Project Vendor Status meeting
	12/21/2010	2.00	Morgan, Jeffrey B	Weekly project status meeting.
Total for 'Project' = AEP-DC01.05		13.00		
AEP-DC01.22 AEP CNP: SCS Network & Computers Engineering				
	11/29/2010	8.00	Morgan, Jeffrey B	EC-49930 comments/resolutions.
	11/30/2010	4.00	Morgan, Jeffrey B	EC-49930 comments/resolutions.
	12/21/2010	4.00	Flores, Luis E	Final 49930 review and signoff
Total for 'Project' = AEP-DC01.22		16.00		
AEP-DC01.26 AEP CNP: SCS Field Equipment Engineering.				
	11/30/2010	2.00	Flores, Luis E	comments resolution
	11/30/2010	2.00	Morgan, Jeffrey B	EC-49931 comment resolution.
	12/1/2010	6.00	Morgan, Jeffrey B	Resolve/incorporate DCRF comments.
	12/6/2010	4.00	Flores, Luis E	49931 comment resolution
	12/7/2010	4.00	Flores, Luis E	49931 comment resolution
	12/7/2010	5.00	Morgan, Jeffrey B	Resolve/incorporate DCRF comments.
	12/8/2010	4.00	Flores, Luis E	49931 comment resolution
	12/8/2010	3.00	Morgan, Jeffrey B	Resolve/incorporate DCRF comments.
	12/9/2010	4.00	Flores, Luis E	49931 comment resolution
	12/10/2010	2.00	Flores, Luis E	49931 comment resolution
	12/13/2010	8.00	Morgan, Jeffrey B	Resolve/incorporate DCRF comments.
	12/14/2010	6.00	Morgan, Jeffrey B	Resolve/incorporate DCRF comments.
	12/15/2010	7.00	Morgan, Jeffrey B	Resolve/incorporate DCRF comments.
	12/16/2010	8.00	Morgan, Jeffrey B	Comment resolution
	12/17/2010	8.00	Morgan, Jeffrey B	Comment resolution
	12/18/2010	5.00	Morgan, Jeffrey B	Comment resolution
	12/21/2010	6.00	Morgan, Jeffrey B	Comment resolution
	12/22/2010	8.00	Morgan, Jeffrey B	Comment resolution
	12/23/2010	4.00	Flores, Luis E	final 49931 review

Project	Date	Hours	Name	Comments
	12/23/2010	8.00	Morgan, Jeffrey B	Comment resolution
	12/24/2010	4.00	Flores, Luis E	final 49931 review
	12/24/2010	8.00	Morgan, Jeffrey B	Comment resolution
Total for 'Project' = AEP-DC01.26		116.00		

AEP-DC01.52 AEP CNP: SCS Network & Computers Drawings

	11/29/2010	6.00	Kowalec, Wally	EC49930 COOK COMMENT RESOLUTION
	11/30/2010	8.00	Kowalec, Wally	EC49930 COOK COMMENT RESOLUTION
Total for 'Project' = AEP-DC01.52		14.00		

AEP-DC01.56 AEP CNP: SCS Field Equipment Drawings

	11/29/2010	8.00	Laraya, Epifanio	Document comment resolution. E-049931.
	11/30/2010	8.00	Laraya, Epifanio	Document comment resolution. E-049931.
	12/3/2010	6.50	Kowalec, Wally	EC49931 comment resolution C404, DOOR ONTROL BOXES, CABINET DWG'S C404,410,C411
	12/6/2010	8.75	Kowalec, Wally	EC49931 comment resolution C404, DOOR ONTROL BOXES BRE02
	12/6/2010	8.00	Laraya, Epifanio	Correct/update drawings based on comments.
	12/7/2010	8.50	Kowalec, Wally	EC49931 comment resolution.
	12/7/2010	8.00	Laraya, Epifanio	Correct/update drawings based on comments.
	12/8/2010	5.00	Kowalec, Wally	EC49931 comment resolution.
	12/8/2010	8.00	Laraya, Epifanio	Correct/update drawings based on comments.
	12/9/2010	8.50	Kowalec, Wally	EC49931 comment resolution.
	12/9/2010	8.00	Laraya, Epifanio	Correct/update drawings based on comments.
	12/10/2010	8.00	Laraya, Epifanio	Correct/update drawings based on comments.
	12/11/2010	4.00	Laraya, Epifanio	Correct/update drawings based on comments.
	12/13/2010	8.50	Kowalec, Wally	EC49931 comment resolution.
	12/15/2010	9.50	Kowalec, Wally	EC49931 comment resolution.
	12/16/2010	8.00	Laraya, Epifanio	Correct/update drawings based on comments.
	12/17/2010	8.00	Laraya, Epifanio	Correct/update drawings based on comments.
	12/18/2010	6.50	Kowalec, Wally	EC49931 Cabinet, BRE, Camera and Door Controller dwgs comment resolution.
	12/18/2010	4.00	Laraya, Epifanio	Correct/update drawings based on comments.
	12/19/2010	8.00	Kowalec, Wally	EC49931 resolution
	12/20/2010	8.00	Kowalec, Wally	EC49931 Cabinet, BRE, Camera dwgs comment
	12/21/2010	8.50	Kowalec, Wally	EC49931 Cabinet, BRE, Camera dwgs comment
	12/21/2010	4.00	Laraya, Epifanio	Correct/update drawings based on comments.
	12/22/2010	5.00	Kowalec, Wally	EC49931 COMMENT RESOLUTION.
	12/22/2010	8.00	Laraya, Epifanio	Correct/update drawings based on comments.
	12/23/2010	8.00	Laraya, Epifanio	Correct/update drawings based on comments.
	12/24/2010	8.00	Kowalec, Wally	EC49931 COMMENT RESOLUTION.
	12/24/2010	8.00	Laraya, Epifanio	Correct/update drawings based on comments.
Total for 'Project' = AEP-DC01.56		207.25		

Project Total

378.25

[illegible]

Date	Destination/Purpose	PC	Subsistence		Transportation		Bus. Meals/ Entertain	Misc.	Total Expenses	Project/Overhead Account No.	App.
			Lodging	Meals	Airfare	TC					
12/13	AEP D. C. Cook: Security System (Bridgman, Mi).	C				P	\$ 12.50 (Pers. Auto)		\$ 12.50	AEP-DC01.99	
		C				GP	\$ 7.20 (Tolls)		\$ 7.20	AEP-DC01.99	
		X	\$ 99.18	\$ 40.00	\$ 163.70				\$ 302.89	AEP-DC01.99	
12/14	AEP D. C. Cook: Security System	X	\$ 99.19	\$ 40.00					\$ 139.19	AEP-DC01.99	
12/15	AEP D. C. Cook: Security System (return home)	X		\$ - 40.00	\$ 163.70	O	\$ 24.01 (Rental Car Fuel)		\$ 227.71	AEP-DC01.99	
		C				GP	\$ 3.20 (Tolls)		\$ 3.20		
		X				A	\$ 220.37 (Rental Car)		\$ 220.37	AEP-DC01.99	
		X				GP	\$ 33.00 (Parking)		\$ 33.00	AEP-DC01.99	
		C				P	\$ 12.50 (Pers. Auto)		\$ 12.50	AEP-DC01.99	
11/9;	Airline reservation change fee.	X			\$ 150.00				\$ 150.00	AEP-DC01.99	
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Invoice Number

7-323-59885

Invoice Date

Dec 13, 2010

Account Number

1427-4467-8

Page

5 of 7

Dropped off: Nov 12, 2010

CUST. REF. NO. REFERENCE INFORMATION

Ref.#2

Payor: Shipper

Ref.#3

- The Earned Discount for this ship date has been calculated based on a revenue threshold of \$401.18
- Fuel Surcharge - FedEx has applied a fuel surcharge of 8.50% to this shipment
- Distance Based Pricing, Zone 5

Automation: USAB

Sender:

Recipient

Tracking ID: 773535567271

JEFF MORGAN

LARRY SMEGF

Service Type: FedEx Standard Overnight

NETWORK SYSTEMS ENGINEERING

AEP/D C COOK NUCLEAR PLANT

Package Type: Customer Packaging

700 E GATE DR STE 103

ONE COOK PL MZ10

Zone: 04

MOUNT LAUREL NJ 08054-3803 US

BRIDGMAN MI 49106 US

Packages: 1

Rated Weight: 3.0 lbs, 1.4 kgs

Declared Value: USD 100.00

Continued on next page

Total Charges

USD

37.75

Dropped off: Nov 16, 2010

CUST. REF. NO. REFERENCE INFORMATION

Ref.#2

Payor: Shipper

Ref.#3

- Fuel Surcharge - FedEx has applied a fuel surcharge of 8.50% to this shipment.
- The Earned Discount for this ship date has been calculated based on a revenue threshold of \$401.18
- Distance Based Pricing, Zone 4
- The package weight exceeds the maximum for the packaging type, therefore, FedEx Pak was rated as FedEx Pak.

Automation: USAB

Sender:

Recipient

Tracking ID: 773535567271

VALDY KOVACEC

BRUCE SUMMER

Service Type: FedEx Standard Overnight

NETWORK SYSTEMS ENGINEERING

AEP/D C COOK NUCLEAR PLANT

Package Type: Customer Packaging

700 E GATE DR STE 103

ONE COOK PL MZ10

Zone: 04

MOUNT LAUREL NJ 08054-3803 US

BRIDGMAN MI 49106 US

Packages: 1

Rated Weight: 2.0 lbs, 0.9 kgs

Declared Value: USD 100.00

Continued on next page

Total Charges

USD

37.75

Dropped off: Nov 19, 2010

CUST. REF. NO. REFERENCE INFORMATION

Ref.#2

Payor: Shipper

Ref.#3

- Fuel Surcharge - FedEx has applied a fuel surcharge of 8.50% to this shipment.
- The Earned Discount for this ship date has been calculated based on a revenue threshold of \$401.18
- Distance Based Pricing, Zone 4

Automation: USAB

Sender:

Recipient

Tracking ID: 773535567271

JEFF MORGAN

LARRY SMEGF

Service Type: FedEx Standard Overnight

NETWORK SYSTEMS ENGINEERING

AEP/D C COOK NUCLEAR PLANT

Package Type: Customer Packaging

700 E GATE DR STE 103

ONE COOK PL MZ10

Zone: 04

MOUNT LAUREL NJ 08054-3803 US

BRIDGMAN MI 49106 US

Packages: 1

Rated Weight: 3.0 lbs, 1.4 kgs

Declared Value: USD 100.00

Continued on next page

Total Charges

USD

37.75

Dropped off: Nov 30, 2010

CUST. REF. NO. REFERENCE INFORMATION

Ref.#2

Payor: Shipper

Ref.#3

- Fuel Surcharge - FedEx has applied a fuel surcharge of 8.50% to this shipment.
- The Earned Discount for this ship date has been calculated based on a revenue threshold of \$401.18
- Distance Based Pricing, Zone 4
- FedEx has audited this shipment for correct packages, weight, and service. Any changes made are reflected in the invoice amount.
- The package weight exceeds the maximum for the packaging type, therefore, FedEx Pak was rated as Customer Packaging.

Automation: USAB

Sender:

Recipient

Tracking ID: 873535567271

JEFF MORGAN

LARRY SMEGF

Service Type: FedEx Standard Overnight

NETWORK SYSTEMS ENGINEERING

AEP/D C COOK NUCLEAR PLANT

Package Type: Customer Packaging

700 E GATE DR STE 103

ONE COOK PL MZ10

Zone: 04

MOUNT LAUREL NJ 08054-3803 US

BRIDGMAN MI 49106 US

Packages: 1

Rated Weight: 3.0 lbs, 1.4 kgs

Declared Value: USD 100.00

Continued on next page

Total Charges

Transportation Charge

37.75



Invoice Number	Invoice Date	Account Number	Page
7-323-59885	Dec 13, 2010	1427-4467-8	6 of 7

Tracking ID: 873535567271 continued

Delivered	Dec 01, 2010 12:14	Fuel Surcharge	2.86
Svc Area	A5	Declared Value Charge	0.00
Signed by	J.OUELLETTE	Earned Discount	-4.15
FedEx Use	033409500/0001327/_	Total Charge	USD \$36.46

Dropped off: Dec 05, 2010

Cust Ref: NO REFERENCE INFORMATION Ref: #2

Payor: Shipper

Ref: #3

- The Earned Discount for this ship date has been calculated based on a revenue threshold of \$ 420.97
- Fuel Surcharge - FedEx has applied a fuel surcharge of 8.50% to this shipment.
- Distance Based Pricing, Zone 5
- Package Delivered to Recipient Address - Release Authorized

Automation: USAB

Sender

Recipient

USD

Dropped off: Dec 05, 2010

Cust Ref: NO REFERENCE INFORMATION Ref: #2

Payor: Shipper

Ref: #3

- Fuel Surcharge - FedEx has applied a fuel surcharge of 8.50% to this shipment.
- The Earned Discount for this ship date has been calculated based on a revenue threshold of \$ 420.97
- Distance Based Pricing, Zone 4
- FedEx has audited this shipment for correct packages, weight, and service. Any changes made are reflected in the invoice amount.

Automation: USAB

Sender

Recipient

Dropped off: Dec 07, 2010

Cust Ref: NO REFERENCE INFORMATION Ref: #2

Payor: Shipper

Ref: #3

- The Earned Discount for this ship date has been calculated based on a revenue threshold of \$ 420.97
- Fuel Surcharge - FedEx has applied a fuel surcharge of 10.00% to this shipment.
- Distance Based Pricing, Zone 5

Automation: USAB

Sender

Recipient

Total Charge

NETWORK

Engineering Corporation

SYSTEMS

March 7, 2010

Indiana Michigan Power Company
 Donald C. Cook Nuclear Plant
 P.O. Box 24400
 Canton, OH 44702-4402

Subject: Invoice No. AEP-DC01-11-03
 Project No. AEP-DC01

REF: D.C. Cook Replacement Security Computer System Project
 AEP P.O. # 1529627

To whom it may concern:

Per the terms and conditions of the referenced order, this invoice is to bill for engineering services described in the attached from January 1, 2011 through March 7, 2010. The rates and classifications conform to Network Systems' Standard Fee Schedule effective January 1, 2009.

NAME	CATEGORY	HOURS	RATE	COST
Luis E. Flores	Project Director (S1)	0.0	\$160.00	\$0.00
Jeffrey B. Morgan	Principal Engr. (E1)	111.0	\$140.00	\$15,540.00
Paul R. Cole	Principal Engr. (E1)	0.0	\$140.00	\$0.00
James W. Shank	Principal Engr. (E1)	0.0	\$140.00	\$0.00
Michael Ragusa	Sr. Consult. Engr. (E2)	0.0	\$130.00	\$0.00
Epifanio O. Laraya	Consult. Engr. (E3)	79.0	\$120.00	\$9,480.00
Wally Kowalec	Engineer (E5)	40.0	\$90.00	\$3,600.00
Subtotal-Labor		230.0		\$28,620.00
NSEC Drawings				0.00
Mailing/Printing/Supplies				2,420.64
Travel & Living				1,969.19
Total Current Period				\$33,009.83

I certify that these charges are true and have not been previously billed.

Sincerely,

NETWORK SYSTEMS ENGINEERING CORPORATION

NETWORK SYSTEMS Engineering Corporation

700 EAST GATE DRIVE, SUITE 103 • MOUNT LAUREL, NEW JERSEY 08054 • (856) 234-0064 FAX (856) 234-7890

PROJECT DETAIL REPORT

From Date: 1/1/2011 To Date: 3/7/2011

PROJECT NUMBER: AEP-DC01

Project	Date	Hours	Name	Comments
AEP-DC01.26 AEP CNP: SCS Field Equipment Engineering				
	3/4/2011	8.00	Morgan, Jeffrey B	Sign & assemble drawings for Rev. 0
	3/7/2011	8.00	Morgan, Jeffrey B	Finish & assemble documents for Rev. 0
Total for 'Project' = AEP-DC01.26		16.00		
AEP-DC01.32 AEP CNP: SCS Network & Computers Implementation				
	1/31/2011	8.00	Morgan, Jeffrey B	Implementation issues
Total for 'Project' = AEP-DC01.32		8.00		
AEP-DC01.36 AEP CNP: SCS Field Equipment Implementation				
	2/1/2011	8.00	Morgan, Jeffrey B	Design reviews w/ site personnel
	2/2/2011	8.00	Morgan, Jeffrey B	Design reviews w/ site personnel
	2/3/2011	8.00	Morgan, Jeffrey B	Design reviews w/ site personnel
	2/4/2011	8.00	Morgan, Jeffrey B	Design reviews w/ site personnel
	2/7/2011	8.00	Morgan, Jeffrey B	Design reviews
	2/8/2011	8.00	Morgan, Jeffrey B	Design reviews
	2/9/2011	8.00	Morgan, Jeffrey B	Design reviews
	2/10/2011	8.00	Morgan, Jeffrey B	Design reviews
	2/11/2011	8.00	Morgan, Jeffrey B	Design reviews
	2/18/2011	8.00	Morgan, Jeffrey B	Design reviews
	2/21/2011	2.00	Morgan, Jeffrey B	Design reviews
	2/28/2011	5.00	Morgan, Jeffrey B	Design reviews
Total for 'Project' = AEP-DC01.36		87.00		
AEP-DC01.52 AEP CNP: SCS Network & Computers Drawings				
	2/24/2011	2.00	Kowalec, Wally	EC49931 Cook Drawing Comment resolution.
	2/25/2011	8.00	Kowalec, Wally	EC49931 Cook Drawing Comment resolution.
	2/28/2011	8.00	Kowalec, Wally	EC49931 Cook Drawing Comment resolution.
Total for 'Project' = AEP-DC01.52		18.00		
AEP-DC01.56 AEP CNP: SCS Field Equipment Drawings				
	2/8/2011	7.00	Laraya, Epifanio	Resolve comments on drawings.
	2/9/2011	8.00	Laraya, Epifanio	Resolve comments on drawings.
	2/10/2011	8.00	Laraya, Epifanio	Resolve comments on drawings.
	2/11/2011	8.00	Laraya, Epifanio	Resolve comments on drawings.
	2/14/2011	8.00	Laraya, Epifanio	Resolve comments on drawings.
	2/15/2011	8.00	Laraya, Epifanio	Resolve comments on drawings.
	2/16/2011	8.00	Laraya, Epifanio	Resolve comments on drawings.
	2/17/2011	8.00	Laraya, Epifanio	Resolve comments on drawings.
	2/18/2011	8.00	Laraya, Epifanio	Resolve comments on drawings.
	2/21/2011	8.00	Laraya, Epifanio	Resolve comments on drawings.
	3/1/2011	4.00	Kowalec, Wally	Update EC-049931 dwg comment resolution
	3/2/2011	4.00	Kowalec, Wally	print EC-049931 comment resolution dwgs
	3/3/2011	8.00	Kowalec, Wally	print EC-049931 comment resolution dwgs
	3/4/2011	6.00	Kowalec, Wally	
Total for 'Project' = AEP-DC01.56		101.00		
Project Total		230.00		

[illegible]

CNP SCS REPLACEMENT PROJECT March-11			
CHARGE TYPE	QUANTITY	UNIT CHARGE	TOTAL
SCANNED DRAWING CONVERSIONS	0	\$15.00	\$0.00
HARDCOPY DRAWINGS			
A SIZE	0	\$3.00	\$0.00
B SIZE	0	\$4.50	\$0.00
C SIZE	0	\$6.75	\$0.00
D SIZE	170	\$13.50	\$2,295.00
E SIZE	0	\$27.00	\$0.00
TOTAL CHARGES			\$2,295.00



Invoice Number

7-392-60530

Invoice Date

Feb 14, 2011

Account Number

1427-4467-8

Page

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Dropped off Jan 29, 2011

Cust Ref: NO REFERENCE INFORMATION

Ref: 2

Payor: Shipper

Ref: 3

- The Earned Discount for this ship date has been calculated based on a revenue threshold of \$ 448.48
- Fuel Surcharge - FedEx has applied a fuel surcharge of 9.00% to this shipment.
- Distance Based Pricing, Zone 4
- Package Delivered to Recipient Address - Release Authorized

Automation	USAB	Sender	Recipient	
Tracking ID	874453350192	JEFF MORGAN	MIKE RICHARDS	
Service Type	FedEx Standard Overnight	NETWORK SYSTEMS ENGINEERING	AEP	
Package Type	FedEx Envelope	700 E GATE DR STE 103	500 CIRCLE DR	
Zone	04	MOUNT LAUREL NJ 08054-3803 US	BUCHANAN MI 49107 US	
Packages	1			
Rated Weight	N/A	Transportation Charge		23.10
Declared Value	USD 100.00	Declared Value Charge		0.00
Delivered	Jan 31, 2011 10:41	Earned Discount		-3.23
Svc Area	A4	DAS Comm		1.85
Signed by	see above	Fuel Surcharge		1.95
FedEx Use	002902389/0000222/02	Total Charge	USD	\$23.67

Dropped off Feb 03, 2011

Cust Ref: NO REFERENCE INFORMATION

Ref: 2

Payor: Shipper

Ref: 3

- Fuel Surcharge - FedEx has applied a fuel surcharge of 9.00% to this shipment.
- The Earned Discount for this ship date has been calculated based on a revenue threshold of \$ 445.02
- Distance Based Pricing, Zone 4

Automation	USAB	Sender	Recipient	
Tracking ID				
Service Type				
Package Type				
Zone				
Packages				
Rated Weight		Transportation Charge		
Declared Value		Declared Value Charge		
Delivered		Earned Discount		
Svc Area		DAS Comm		
Signed by		Fuel Surcharge		
FedEx Use		Total Charge	USD	

Dropped off Feb 03, 2011

Cust Ref: NO REFERENCE INFORMATION

Ref: 2

Payor: Shipper

Ref: 3

- The Earned Discount for this ship date has been calculated based on a revenue threshold of \$ 445.02
- Fuel Surcharge - FedEx has applied a fuel surcharge of 9.00% to this shipment.
- Distance Based Pricing, Zone 5

Automation	USAB	Sender	Recipient	
Tracking ID				
Service Type				
Package Type				
Zone				
Packages				
Rated Weight		Transportation Charge		
Declared Value		Declared Value Charge		
Delivered		Earned Discount		
Svc Area		DAS Comm		
Signed by		Fuel Surcharge		
FedEx Use		Total Charge	USD	

Dropped off Feb 04, 2011

Cust Ref: NO REFERENCE INFORMATION

Ref: 2

Payor: Shipper

Ref: 3

- The Earned Discount for this ship date has been calculated based on a revenue threshold of \$ 445.02
- Fuel Surcharge - FedEx has applied a fuel surcharge of 9.00% to this shipment.
- Distance Based Pricing, Zone 5

Automation	USAB	Sender	Recipient	
Tracking ID				
Service Type				
Package Type				
Zone				
Packages				
Rated Weight		Transportation Charge		
Declared Value		Declared Value Charge		
Delivered		Earned Discount		
Svc Area		DAS Comm		
Signed by		Fuel Surcharge		
FedEx Use		Total Charge	USD	



Invoice Number

7-392-60530

Invoice Date

Feb 14, 2011

Account Number

1427-4467-8

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FedEx Express Shipment Detail By Payor Type (Original)

Dropped off: Jan 10, 2011

Cust Ref: NO REFERENCE INFORMATION

Ref: #2

Payor: Shipper

Ref: #3

- Fuel Surcharge - FedEx has applied a fuel surcharge of 9.00% to this shipment.
- The Earned Discount for this ship date has been calculated based on a revenue threshold of \$ 448.48.
- Weather delay - Snow.
- Distance Based Pricing, Zone 4

Automation

USAB

Sender

Recipient

[REDACTED]

Dropped off: Jan 10, 2011

Cust Ref: NO REFERENCE INFORMATION

Ref: #2

Payor: Shipper

Ref: #3

- Fuel Surcharge - FedEx has applied a fuel surcharge of 9.00% to this shipment.
- The Earned Discount for this ship date has been calculated based on a revenue threshold of \$ 448.48.
- Distance Based Pricing, Zone 4

Automation

USAB

Sender

Recipient

Tracking ID 874453350170

JEFF MORGAN

MIKE RICHARDS

Service Type FedEx Standard Overnight

NETWORK SYSTEMS ENGINEERING

AEP

Package Type FedEx Envelope

700 E GATE DR STE 103

500 CIRCLE DR

Zone

04

MOUNT LAUREL NJ 08054-3803 US

BUCHANAN MI 49107 US

Packages

1

Rated Weight

N/A

Transportation Charge

23.10

Declared Value USD 100.00

Fuel Surcharge

1.95

Delivered Jan 11, 2011 10:06

DAS Comm

1.85

Svc Area

A4

Earned Discount

-3.23

Signed by M.BALDWIN

Declared Value Charge

0.00

FedEx Use 001007040/0000222/_

Total Charge

USD

\$23.67

Dropped off: Jan 10, 2011

Cust Ref: NO REFERENCE INFORMATION

Ref: #2

Payor: Shipper

Ref: #3

- Fuel Surcharge - FedEx has applied a fuel surcharge of 9.00% to this shipment.
- The Earned Discount for this ship date has been calculated based on a revenue threshold of \$ 448.48.
- Distance Based Pricing, Zone 4

Automation

USAB

Sender

Recipient

Tracking ID 874453350181

JEFF MORGAN

LARRY SMEAD

Service Type FedEx Standard Overnight

NETWORK SYSTEMS ENGINEERING

AEP D C COOK NUCLEAR PLANT

Package Type FedEx Pak

700 E GATE DR STE 103

ONE COOK PL

Zone

04

MOUNT LAUREL NJ 08054-3803 US

BRIDGMAN MI 49106 US

Packages

1

Rated Weight 1.0 lbs, 0.5 kgs

Transportation Charge

32.85

Declared Value USD 100.00

Fuel Surcharge

2.62

Delivered Jan 11, 2011 10:50

Earned Discount

-3.59

Svc Area

A5

Declared Value Charge

0.00

Signed by R.SCHREYER

Total Charge

USD

\$31.68

FedEx Use 001006634/0001327/_

EXHIBIT B

BLANK ROME LLP

A Pennsylvania LLP

Seth J. Lapidow, Esq.

Michael A. Rowe, Esq.

New Jersey Resident Partners

301 Carnegie Center, 3rd Floor

Princeton, NJ 08540, (609) 750-2659

Attorneys for plaintiff

NETWORK SYSTEMS ENGINEERING
CORPORATION,

Plaintiff,

v.

AMERICAN ELECTRIC POWER,

Defendant.

: SUPERIOR COURT OF NEW JERSEY
: BURLINGTON COUNTY
: LAW DIVISION

:
: DOCKET NO: BUR-L-1767-12

:
: **SUMMONS**
:
:

FROM: The State of New Jersey

TO: AMERICAN ELECTRIC POWER
500 Circle Drive
Buchanan, MI 49107

The Plaintiff, named above, has filed a lawsuit against you in the Superior Court of New Jersey. The complaint attached to this summons states the basis for this lawsuit. If you dispute this complaint, you or your attorney must file a written answer or motion and proof of service with the deputy clerk of the Superior Court in the county listed above within 35 days from the date you received this summons, not counting the date you received it. (The address of each deputy clerk of the Superior Court is provided.) If the complaint is one in foreclosure, then you must file your written answer or motion and proof of service with the Clerk of the Superior Court, Hughes Justice Complex, CN-971, Trenton, NJ 08625. A \$135.00 filing fee payable to the Clerk of the Superior Court and a completed Case Information Statement (available from the deputy clerk of the Superior Court) must accompany your answer or motion when it is filed. You must also send a copy of your answer or motion to Plaintiff's attorney whose name and address appear above, or to Plaintiff, if no attorney is named above. A telephone call will not protect your rights; you must file and serve a written answer or motion (with fee and completed Case Information Statement) if you want the court to hear your defense.

If you do not file and serve a written answer or motion within 35 days, the court may enter a judgment against you for the relief plaintiff demands, plus interest and costs of suit. If judgment is entered against you, the Sheriff may seize your money, wages or property to pay all or part of the judgment.

If you cannot afford an attorney, you may call the Legal Services office in the county where you live. A list of these offices is provided. If you do not have an attorney and are not eligible for free legal assistance, you may obtain a referral to an attorney by calling one of the Lawyer Referral Services. A list of these numbers is also provided.

Jennifer M. Perez

Clerk of the Superior Court

DATED: June 21, 2012

Name of Defendant to be Served:
Address of Defendant to be Served:

AMERICAN ELECTRIC POWER
500 Circle Drive
Buchanan, MI 49107